

September 7, 2005

VIA ELECTRONIC FILING

Marlene H. Dortch, Secretary
Federal Communications Commission
The Portals
445 12th Street, S.W.
Washington, D.C. 20554

Re: Notice of *Ex Parte* Communications
WC Docket No. 05-196 and MB Docket No. 05-192

Dear Ms. Dortch:

On behalf of RCN Corporation ("RCN"), and pursuant to Section 1.1206 of the Commission's Rules, 47 C.F.R. § 1.1206 (2002), this is to provide a notice of *ex parte* meetings in connection with the above-referenced proceedings on September 6, 2005. The meeting was attended by Peter D. Aquino, RCN's President & Chief Executive Officer, Richard Ramlall, RCN's Senior Vice President, Strategic, External and Regulatory Affairs, Amy R. Mehlman of Mehlman Capitol Strategies, Inc., and the undersigned ("RCN Participants"). The RCN Participants met with Chairman Kevin J. Martin and Catherine Bohigan; Commissioner Jonathan S. Adelstein, Scott K. Bergmann, and Rudy N. Brioché; Jessica Rosenworcel of Commissioner Michael J. Copps' Office; and Donna C. Gregg of the Media Bureau ("FCC Participants").

The purpose of these meetings was to discuss some of the points raised in RCN's Comments filed in MB Docket No. 05-192 concerning the need for the Commission to impose conditions on the proposed mergers that will protect and promote continued wireline competition in the marketplace for the delivery of multi-channel video programming to consumers. In particular, the RCN Participants showed that reasonable and non-discriminatory access to "must have" programming, such as regional sports and the film libraries of studios such as MGM, must be assured if meaningful cable competition is to survive. In addition, the RCN Participants discussed the status of RCN's compliance with the Commission's June 3, 2005 VoIP Order in WC Docket No. 05-196, as reported to the Commission in submissions made by RCN on August

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10, 2005 and September 1, 2005. No written materials on either of these topics were provided to the FCC Participants.

Should any additional information be required with respect to this *ex parte* notice, please do not hesitate to contact me.

Very truly yours,



Jean L. Kiddoo

cc (by electronic mail):
FCC Participants
RCN Participants